

**STAR CEMENT LIMITED**  
(Formerly CEMENT MANUFACTURING COMPANY LTD)

12<sup>th</sup> July, 2017

To,  
The Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G  
Bandra Kurla complex, Bandra-East  
Mumbai-400 051  
Stock code: STARCEMENT

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001  
Stock code: 540575

Dear Sir(s),

**Sub: Regulation 27(2): Compliance Report on Corporate Governance**

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Compliance report on Corporate Governance for the Quarter ended 30th June, 2017.

This is for your information and record.

Thanking you,  
For Star Cement Limited

  
Manoj Agarwal  
(Company Secretary)



Encl. As stated

**STARCEMENT**  
*Solid Setting*

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**Works :** Gopinath Bordoloi Road, Village - Chamatapathar, District – Kamrup (M), Guwahati – 782 402, Assam, e-mail: ggu@starcement.co.in  
**Guwahati office :** Mayur Garden, 2<sup>nd</sup> Floor, Opp. Rajiv Bhawan, G.S. Road, Guwahati - 781 005, Assam, Ph: 0361-2462215/16, Fax: 0361- 2462217, e-mail: guwahati@starcement.co.in  
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**Durgapur Office :** C/o - Ma Chandī Durga Cements Ltd., Bamunara Industrial Area, P.O.- Bamunara, P.S.- Kanksha, Dist. Burdwan, West Bengal - 713 212  
**Siliguri Office :** Village - Kartowa, P.O. – Mohanvita, District – Jalpaiguri, West Bengal – 735 135 / Top Plaza, 3<sup>rd</sup> Floor, Near City Plaza, Sevoke Road, Siliguri -734 001, Ph: 0353-2643611/12  
**Bankura Office :** Purandar Pur, District - Bankura, West Bengal -722 155

**AN ISO 9001, ISO 14001 & OHSAS 18001 CERTIFIED COMPANY**  
CIN NO. U26942ML2001PLC006663

## Quarterly Compliance report on Corporate Governance

Name of Listed Entity  
 Star Cement Limited  
 As on 30th June, 2017

Composition of Board of Directors									
I	Title (Mr./ Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/Non - Executive/Independent/ Nominee)&	Date of Appointment in the current term/ cessation	Tenure (in months) *	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholders' Relationship Committees(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Sajjan Bhajanka		PAN : ACAPB0486F DIN : 00246043	Chairperson - Executive	01.04.2012	NA	1	6	1
Mr	Sanjay Agarwal		PAN : ADDP A5363J DIN : 00246132	Executive	01.04.2012	NA	0	1	0
Mr	Rajendra Chamaria		PAN : ABPPC5410Q DIN : 00246171	Executive	01.04.2012	NA	0	0	0
Mr	Prem Kumar Bhajanka		PAN : ACAPB4176A DIN : 00591512	Non Executive - Non Independent	01.04.2014	NA	0	0	0
Mr	Pankaj Kejriwal		PAN : AFTP K9055K DIN : 00383635	Non Executive - Non Independent	01.04.2014	NA	0	0	0
Mr	Mangilal Jain		PAN : ACXPI3713C DIN : 00353075	Non Executive - Independent	10.09.2014	34	4	7	3
Mr	Manindra Nath Banerjee		PAN : AEEP B2264F DIN : 00312918	Non Executive - Independent	10.09.2014	34	3	5	2
Mr	Santanu Ray		PAN : AFMP R5579N DIN : 00642736	Non Executive - Independent	08.04.2017	3	3	5	1
Mrs	Ibaridor Katherine War		PAN : AAXPW4437E DIN : 03107920	Non Executive - Independent	08.04.2017	3	1	0	0
Mrs	Plistina Dkhar		PAN : AKVPD5582F DIN : 01375361	Non Executive - Independent	08.04.2017	3	2	0	0
Mrs	Clara Suja		PAN : BMGPF3661A DIN : 02800955	Non Executive -Non Independent	Appointed: 02.11.2001 Cessation: 05.04.2017	NA	0	0	0

\* PAN number of any Director would not be displayed on the website of Stock Exchange.

& Category of Directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen.

\* to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.



II

Composition of Committees	
Name of the Committee	Name of the Committee members Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &
Audit Committee	Mr. Mangilal Jain Chairperson - Non Executive - Independent
	Mr. Manindra Nath Banerjee Non Executive - Independent
	Mr. Sajjan Bhajanka Executive
Nomination & Remuneration Committee	Mr. Mangilal Jain Chairperson - Non Executive - Independent
	Mr. Prem Kumar Bhajanka Non Executive
Risk Management Committee	Mr. Manindra Nath Banerjee Non Executive - Independent
	Not Applicable
Stakeholder Relationship Committee	Mr. Manindra Nath Banerjee Chairperson - Non Executive - Independent
	Mr. Sajjan Bhajanka Executive
	Mr. Sanjay Agarwal Executive

& Category of directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen.

III

Meeting of the Board of Directors	
Date of Meeting in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter Maximum gap between any two consecutive meeting in number of days
30.01.2017	46 days
18.03.2017	3 days
22.03.2017	16 days
30.05.2017	51 days

IV

Meeting of Committees		
Dates of meeting of the Committee in the relevant quarter	Whether the requirement of quorum met (details)	Date (s) of the meeting of the Committee in the previous quarter Maximum gaps between any two consecutive meetings in number of days*
Audit Committee		
30.05.2017	Yes - All 3 members present	30.01.2017 46 days
		18.03.2017 72 days

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.



Related Party Transactions		Compliance status
Subject		
Whether prior approval of Audit Committee obtained		Yes
Whether shareholder approval obtained for material RPT		N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes

Note:

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

#### VI Affirmations

- 1 The Composition of the Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2 The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholder Relationship Committee
  - d. Risk Management Committee - Not Applicable
- 3 The Committee members have been aware of their powers, role, and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 4 The meetings of the Board of Directors and the above committee have been conducted in the manner as specified in SEBI manner as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 5 This report will be placed before the Board of Directors in the ensuing Board meeting.

STAR CEMENT LIMITED

COMPANY SECRETARY

Manoj Agarwal  
Company Secretary

Name & Designation  
Company Secretary / Compliance Officer / Managing Director / CEO

12.07.2017

Date